

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA**

CASE NO. 23-cv-20727-ALTMAN

RYAN BRESLOW, *et al.*,

Plaintiffs,

v.

MARK PHILLIPS, *et al.*,

Defendants.

_____ /

DECLARATION OF JON GORDON

I, Jon Gordon, make the following declaration based on my personal knowledge:

1. My name is Jon Gordon. I am over the age of 18, competent to testify, and have personal knowledge of the matters stated herein.
2. I am a resident of Austin, Texas.
3. In 2021, Ryan Breslow, Alex Fine, and myself are the founders of a new cryptocurrency platform called the Movement DAO (“DAO” or “Movement DAO”).
4. As part of my role in the Movement DAO project, I was responsible for approving payments to the developers assisting with the project until August 2022. When a developer was owed payment, I would receive an invoice for their work. Attached as Exhibits A and B are true and accurate excerpts of emails sent to my email address attaching invoices for

services provided by developers that I approved in connection with the Movement DAO project, as well as the invoices themselves.

5. Prior to February 2023, when the Defendants seized control of the Movement DAO project from Mr. Breslow, Mr. Fine, and myself, the project had never authorized advanced payments to developers.

6. I have obtained an estimate from Galaxy Digital, a cryptocurrency exchange, to determine the approximate cost of converting the cryptocurrency in the DAO endowment to U.S. dollars. That transaction would cost less than \$35,000.

7. Attached as Exhibit C is a true and accurate copy of a screenshot of a text message that Defendant Mark Phillips sent to me on March 13, 2022.

8. Attached as Exhibit D is a true and accurate copy of a screenshot of a text message that Defendant Mark Phillips sent to me on August 9, 2022.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 20 day of March 2023.

DocuSigned by:

C6F72F8AD80249D...
Jon Gordon

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was served by the Court's CM/ECF system on March 24, 2023 on all counsel of record.

/s/ Jamie L. Katz
Jamie L. Katz

Exhibit A

----- Forwarded message -----

From: **J J** <j@merkaba.network>
Date: Mon, Mar 6, 2023 at 4:58 PM
Subject: Fwd: Meow, LLC invoicing
To: <jg@ryanbreslow.com>

----- Forwarded message -----

From: **Marc Welton** <marc@yurchaklaw.com>
Date: Mon, May 2, 2022 at 2:14 PM
Subject: Meow, LLC invoicing
To: J J <j@merkaba.network>

Jon.

I hope this email finds you well. Attached please find the invoice for Merkaba's share of Mike Radin's salary. Feel free to contact me if you have any questions or concerns.

Regards,

Marc

--

Marc Welton, JD, MBA
Paralegal

REED YURCHAK

LAW OFFICES

620 131st Ave. NE
Bellevue, WA 98005
Telephone: (206) 866-0766
Business Cell: (425) 941-6659
Marc's cell: (206) 641-5148
Facsimile: (425) 654-1205
Email: marc@yurchaklaw.com

CONFIDENTIAL & PRIVILEGED COMMUNICATION. This e-mail message may contain legally

privileged and/or confidential information. If you have received this e-mail in error, please notify the sender immediately and delete all copies of this e-mail message and any attachment.

MEOW, LLC
Machine Engineers of Washington
219 152nd Pl. SE
Bellevue, Washington 98007

April 30, 2022
Invoice No. 220424-02

Bill to:
Ted, LLC
Attn: Jon Gordon
j@merkaba.network

Services Provided	Amount
Senior blockchain developer, Typescript (MR)	\$23,000.00
Operations	\$2,500.00
Total Due this Invoice	\$25,500.00

Thank you for your business.

If you have any questions about this invoice, please contact Marc Welton, m14welton@gmail.com.

Payments may be made as follows:

Chase Bank
Business Checking Account No. [REDACTED]
Routing No. [REDACTED]
Attn: Marc Welton,
219 152nd Pl. SE
Bellevue, WA 98007

Exhibit B

----- Forwarded message -----

From: ? * <j@teddao.xyz>
Date: Sat, Feb 11, 2023 at 11:19 AM
Subject: Fwd: Meow, LLC, May 2022 invoice
To: <jg@ryanbreslow.com>

----- Forwarded message -----

From: **Marc Welton** <marc@yurchaklaw.com>
Date: Thu, May 26, 2022 at 3:57 PM
Subject: Meow, LLC, May 2022 invoice
To: <j@teddao.xyz>

Please see attached.

Regards,

Marc

--

Marc Welton, JD, MBA
Paralegal

REED YURCHAK

LAW OFFICES

620 131st Ave. NE
Bellevue, WA 98005
Telephone: (206) 866-0766
Business Cell: (425) 941-6659
Marc's cell: (206) 641-5148
Facsimile: (425) 654-1205
Email: marc@yurchaklaw.com

CONFIDENTIAL & PRIVILEGED COMMUNICATION. This e-mail message may contain legally privileged and/or confidential information. If you have received this e-mail in error, please notify the sender immediately and delete all copies of this e-mail message and any attachment.

MEOW, LLC
Machine Engineers of Washington
219 152nd Pl. SE
Bellevue, Washington 98007

May 26, 2022
Invoice No. 220526-02

Bill to:
Ted, LLC
Attn: Jon Gordon
j@teddao.xyz

Services Provided	Amount
Senior blockchain developer, Typescript (MR)	\$23,000.00
Total Due this Invoice	\$23,000.00

Thank you for your business.

If you have any questions about this invoice, please contact Marc Welton, m14welton@gmail.com.

Payments may be made as follows:

Chase Bank
Business Checking Account No. [REDACTED]
Routing No. [REDACTED]
Attn: Marc Welton,
219 152nd Pl. SE
Bellevue, WA 98007

Exhibit C

8:43



MP

Mark Phillips @



Mar 13, 2022

You

Thanks for all you do. I feel so much better about this project now thanks to...

You give the air cover so its totally cool, and I can't help it. This is why I stay at the engineering level or hid in a law firm, I can't help look at acquisitions and joint ventures, and strategic sh*t, its fun with lots of money and resources and vision. But I like just executing on Ryan and your behalf, its gets too personal when I care (can you imagine me caring more about a project?). I appreciate all that you do too, from trust, to not punching me for returning your without filling the gas - I honestly forgot, I can't keep anything in my head anymore except work stuff and even that is hard when I am so tired.

gn

10:03 PM

Mar 14, 2022

So you made a new server? I thought we'd keep with the movement DAO?

11:29 AM



Message



Exhibit D

8:05



MP

Mark Phillips @



9:08 AM

Aug 9, 2022

if i have treated anyone like stupid idiots, this is wrong. and I am sorry, i was speaking to you privately about the inconsistency of his governance proposal, lack of proposals, board minutes, or understanding after multiple discussions of the seriousness of duties specifically fiduciary something that i take very very very seriously. i understand what it means to scale and am aware of the challenges. its difficult to gain trust when we have multiple layers of what we can disclose, which is why i don't like ambiguity for which the legal structure should help with, something that the larger community has no insight into, i'll change that with a follow up governance proposal.

i believe we can build a community with good people with the right motives, it's difficult for me to think about this with the legal structure to honor Ryan's wishes, not be offensive to the government, and implement the product that has been conveyed to me.



Message

